

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re

Chapter 11

2271 Associates Inc.,

Case No. 11-23351

Debtor.
-----X

APPLICATION FOR JOINT ADMINISTRATION

The above-captioned debtor (“Debtor”), hereby applies for an order providing for the joint administration of the chapter 11 cases of 2271 Associates, Inc., 2345 Associates, Inc., 2350 Associates, Inc., 3212 Associates, Inc., 735 Associates, Inc., Pipedreams Realty II Corp., Pipedreams Realty IV Corp. and Pipedreams Realty V Corp. (collectively, the “Debtors”). In support of this application, the Debtor respectfully represent upon information and belief as follows:

1. On or about July 8, 2011, each of the Debtors filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Bankruptcy Code. The Debtors continue to manage and operate their businesses and property as a Debtors-in-Possession pursuant to 11 U.S.C. §§ 1107 and 1108.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§157 and 1334. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2).

3. Each of the Debtors owns a parcel of real property, each of those properties is encumbered by a first mortgage in favor of the Bronx VII LLC, and each of the Debtors has similar general unsecured creditors.

4. The Debtors respectfully submit that joint administration of these cases would be more efficient than separate administration because both the routine issues and the larger issues in these cases are likely to arise in tandem. The Debtors respectfully suggest further that joint administration will not prejudice any party in interest, since the relief sought is solely procedural. In other words, this application does not seek substantive consolidation.

5. Accordingly, under Bankruptcy Rule 1015, the Debtors request that the Court enter an order in the form annexed hereto, providing for the joint administration of their respective Chapter 11 cases.

6. The Debtors respectfully submit further that the above captioned cases should be consolidated for procedural purposes and administered jointly under 2271 Associates, Inc. the case that was filed first in time, and that the joint caption of the cases shall read as follows:

UNITED STATES BANKRUPTCY COURT
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2271 Associates Inc., et al.

Case Nos. 11-23351
through 11-23358

Debtors.
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7. The Debtors further request that original docket entries shall be made in each of the cases, substantially as follows:

An order has been entered in this case consolidating this case with the case of 2271 Associates Inc., Case No. 11-23351 for procedural purposes only and providing for its joint administration in accordance with the terms thereof.

8. No previous application for the relief sought herein has been made to this or any other Court.

Dated: New York, New York
July 8, 2011

BACKENROTH FRANKEL & KRINSKY, LLP
PROPOSED COUNSEL FOR DEBTORS

By: s/Mark Frankel

489 Fifth Avenue
New York, New York 10017
(212) 593-1100

UNITED STATES BANKRUPTCY COURT
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In re

Chapter 11

2271 Associates Inc.,

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Debtor.
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ORDER PROVIDING FOR JOINT ADMINISTRATION

The Application for Joint Administration having been considered, it is
hereby

ORDERED that the Motion is GRANTED; and it is further

ORDERED, that the pending Chapter 11 cases of 2271 Associates, Inc., 2345
Associates, Inc., 2350 Associates, Inc., 3212 Associates, Inc., 735 Associates, Inc.,
Pipedreams Realty II Corp., Pipedreams Realty IV Corp. and Pipedreams Realty V Corp.
(collectively, the “Debtors”) shall be consolidated for procedural purposes with and
administered jointly under Case No. 11-23351 in accordance with the provisions of
Bankruptcy Rule 1015, and the joint caption of the cases shall read as follows:

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re

Chapter 11

2271 Associates Inc., et al.

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Debtors.
-----X

and it is further

ORDERED, that a docket entry shall be made in each of the Debtor's cases substantially as follows:

An order has been entered in this case consolidating this case with the case of 2271 Associates Inc., Case No. 11-23351 for procedural purposes only and providing for its joint administration in accordance with the terms thereof.

Dated: New York, New York
July _____, 2011

UNITED STATES BANKRUPTCY JUDGE

NO OBJECTION:

UNITED STATES TRUSTEE

By:_____